AGENDA ITEM **E-7**

CITY OF LODI
COUNCIL COMMUNICATION
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AGENDA TITLE: Adopt Resolution Rescinding the Joint Powers Agreement of 1973 Creating the 49-99 Cooperative Library System and Adopt Resolution Authorizing the Library to Join the Re-Established Cooperative Library System under a Joint Resolution

MEETING DATE: June 20, 2007

PREPARED B Y Library Services Director

RECOMMENDED ACTION: Adopt Resolution to Rescind and Terminate the Joint Powers Agency Agreement of 1973 Creating the 49-99 Cooperative Library System and Adopt Resolution Authorizing the Lodi Public Library to participate in the Re-Established 49-99 Cooperative Library System under a Joint Resolution.

BACKGROUND INFORMATION: In 1966 the State of California passed the California Library Services Act, providing for funding to establish cooperative library systems designed to foster library collaboration among public libraries serving California communities. The 49-99 Cooperative Library System (CLS) was formed to share materials and enhance reference and information services amongst public libraries connected by highways 49 and 99. The 49-99 CLS was formed in 1967 under a Joint Powers Agreement (JPA) and later renewed in 1973 when an additional jurisdiction joined the organization. At that time as prescribed by law the duties of treasurer/fiscal agent were assigned to the City of Stockton Financial Officer and the administrator duties were assigned to the City of Stockton library director. After more than twenty years of service, the City of Stockton has formally declared their intention to remove themselves from these duties. In order to contract with an outside agency for these services, it is necessary for the JPA to be rescinded and the 49-99 CLS to reestablish as an organization by joint resolution. The structure outlined in the California Library Service Act (Education Code Sec 18740-18751, Sec. 20135-20235) will remain and is recognized by the state library as a legitimate recipient of the state moneys. A CLS is a cooperative arrangement between geographically contiguous library jurisdictions working together to improve and enhance reference services and resource sharing. By statue, the organization is governed by an Administrative Council consisting of the head librarian of each member jurisdiction. This new format gives the Administrative Council the flexibility to contract for services from a variety of sources without the strictures of a particular jurisdiction.

FISCAL IMPACT: None

FUNDING AVAILABLE: None required

Nancy C. Martinez
Nancy C. Martinez
Library Services Director

NM/sb

APPROVED: _____
Blair King, City Manager

49-99 Cooperative Library System
605 N. El Dorado Street
Stockton, CA 95202

June **8,2007**

Lodi City Council

RESOLUTIONS RELATED TO THE **49-99** COOPERATIVE LIBRARY SYSTEM

We are presenting for your approval two resolutions concerning the **49-99** Cooperative Library System. Some background information may be helpful. In **1966** the State of California passed the California Library Services Act, providing for funding to establish cooperative library systems. These systems were to foster cooperative library services collaboration among public libraries serving California communities. Although most systems were set up as Joint Powers Agencies, some systems were assembled as joint resolution organizations.

The **49-99** Cooperative Library System was formed in **1967** under a Joint Powers Agreement, renewed in **1973** when an additional jurisdiction joined the organization. At that time, as prescribed by law, the duties of Treasurer (Fiscal Agent) were assigned to the City of Stockton Financial Officer and Administrator duties were assigned to the City of Stockton Library Director.

Earlier this year, City of Stockton officials indicated their wish to withdraw from these duties, after more than twenty years of service, citing **49-99's** linkage with City financial operations and human resource practices, including salary levels, as a strain on City resources. In order to contract with another agency for Fiscal Agent and Administrator services, **49-99** needs to rescind the JPA and reestablish the **49-99** Cooperative Library System as an organization by joint resolution. The same basic structure will remain and the State Library assures **us** we will remain in compliance with their requirements as a legitimate recipient of state moneys.

This new format gives the governing body (the Administrative Council) the flexibility to contract **for** services from a variety of sources without the strictures of a particular jurisdiction. We have accepted proposals from another library agency to provide fiscal agent and administrative services and have performed due diligence concerning the assets of the System.

Enclosed please find the two resolutions being submitted **for** approval. One rescinds the current JPA Agreement; the second authorizes participation in the new cooperative being formed. Please note that these resolutions will be adopted serially by all current members in their present form. Also enclosed for your information are the Bylaws for the new cooperative, approved by the **49-99** Administrative Council on June **8,2007.** All documents have been reviewed by legal counsel, John A. Shupe of Shupe and Finkelstein, San Mateo, California.

The **49-99** Cooperative Library System looks forward to continuing its service to the library in your community. Thank **you** for your assistance in making this possible.

Sincerely,

Nancy Martinez

Nancy Martinez

Chair, **49-99** Administrative Council

RESOLUTION NO. 2007-116

A RESOLUTION OF THE LODI CITY COUNCIL RESCINDING AND TERMINATING THE 49-99 COOPERATIVE LIBRARY SYSTEM JOINT POWERS AGENCY AGREEMENT

WHEREAS, on March 15, 1967, and renewed on September 24, 1973, this public entity has executed a joint powers agreement with various other public entities known as the "Agreement for 49-99 Cooperative Library System," as well as amendments thereto (hereinafter the "JPA Agreement"); and

WHEREAS, this agency and each of the other agencies, which is a signatory of and party to said JPA Agreement, now desires to rescind and terminate the JPA Agreement; and

WHEREAS, after due diligence and reasonable investigation, the JPA has determined that it has no assets in the form of cash, receivables, real or personal property, except a single account to be held in trust until formation of the new cooperative system; and that it has no liabilities, in the form of accounts payables or other debt or monetary obligation, tangible or intangible; and therefore has no assets or debts to distribute to its former members or ask them to assume.

NOW, THEREFORE, BE IT RESOLVED AND DETERMINED AS FOLLOWS:

1. The City of Lodi hereby terminates and rescinds the JPA Agreement entered into on March 15, 1967, and renewed on September 24, 1973, to be effective the last date on which any current member thereof passes a similar resolution to terminate and rescind that agreement.

2. If it is subsequently discovered that the JPA does have additional assets or liabilities, any such assets or liabilities shall be transferred, on a pro-rata basis, to each party to the JPA Agreement, including this agency, which shall assume its pro-rata share thereof.

Dated: June 20, 2007

I hereby certify that Resolution No. 2007-116 was passed and adopted by the City Council of the City of Lodi in a regular meeting held June 20, 2007, by the following vote:

AYES: COUNCIL MEMBERS – Katzakian, Mounce, and Mayor Johnson

NOES: COUNCIL MEMBERS – Hansen and Hitchcock

ABSENT: COUNCIL MEMBERS – None

ABSTAIN: COUNCIL MEMBERS – None

RANDI JOHL
City Clerk

RESOLUTION NO. 2007-117

A RESOLUTION OF THE LODI CITY COUNCIL
AUTHORIZING PARTICIPATION IN THE 49-99
COOPERATIVE LIBRARY SYSTEM

_____

WHEREAS, a cooperative library system is being organized by former members of the 49-99 Cooperative Library System Joint Powers Agency, recently abolished, to include public library systems in the City of Lodi, city of Stockton, and the counties of Amador, Calaveras, Merced, Stanislaus, and Tuolumne; and

WHEREAS, the organizational model for the new cooperative library system is the joint resolution approach utilized by the North State Cooperative Library System and the Mountain-Valley Library System, in which the joint powers law is not used or relied upon and no joint powers agency agreement is needed; and

WHEREAS, each public library system, which desires to join the new cooperative, can do **so** by adopting a joint resolution in this form, which makes reference to the Bylaws of the new cooperative and promises to abide by them so long as the joining agency is a member of the new cooperative; and

WHEREAS, it is the desire of this public entity, the City of Lodi, to join and become a member of the new 49-99 Cooperative Library System along the terms expressed herein,

NOW, THEREFORE, BE IT RESOLVED by the Lodi City Council that the Library Director, or other appropriate designee, of this agency is authorized and directed to participate in the new 49-99 Cooperative Library System, and the Bylaws of the said new System, a copy of which is attached hereto as Exhibit A, shall govern this agency's participation in and the operation of the new 49-99 Cooperative Library System.

Dated: June 20, 2007

I hereby certify that Resolution No. 2007-117 was passed and adopted by the City Council of the City of Lodi in a regular meeting held June 20, 2007, by the following vote:

AYES: COUNCIL MEMBERS – Katzakian, Mounce, and Mayor Johnson

NOES: COUNCIL MEMBERS – Hansen and Hitchcock

ABSENT: COUNCIL MEMBERS – None

ABSTAIN: COUNCIL MEMBERS – None

RANDI JOHL
City Clerk

2007-117

BYLAWS
for the
49-99 COOPERATIVE LIBRARY SYSTEM

PREAMBLE:

   The former members of the **49-99** Cooperative Library System joint powers agency, having abolished that JPA, and having formed the **49-99** Cooperative Library System ("System") as a joint resolution cooperative under the terms of the California Library Services Act (Education Code §18700 *et seq.*), do hereby enact the following Bylaws for governing the structure, operation, and management of the System.

ARTICLE I: NAME

   The name of this organization shall be the "49-99 Cooperative Library System" (hereinafter called the "System").

ARTICLE II: PURPOSE

   The objectives of the System shall be to improve library services to the citizens served by member libraries through sharing of resources and services, through developing new services and resources, and through offering system services as described in the California Library Services Act.

ARTICLE 111:   MEMBERSHIP

  Section 1. Members

   The following public library agencies have joined the System: Amador County Library, Calaveras County Library, Lodi Public Library, Merced County Library, Stanislaus County Free Library, Stockton-San Joaquin County Public Library, and Tuolumne County Free Library. Membership in this organization shall be open to any library eligible to join Cooperative Library Systems as specified in the California Library Services Act.

  Section 2. Additional Members

   Additional public and private libraries, such as university, college, school and special libraries, may become Affiliate Members of the System if, in the opinion of the Administrative Council, membership would be mutually beneficial.

  Section 3. Withdrawal from Membership

  a. Any participating agency may withdraw from membership in the System by resolution of its governing body. Notice of withdrawal of any member of the System will be given in writing to the Administrative Council on or before February 1 of the current fiscal year.

b.   Upon failure to pay dues on or before January 31 for the fiscal year for which the dues are assessed, membership shall automatically terminate. Such termination shall be effective thirty **(30)** days after a written notification of delinquency is given personally or mailed to the chief officer of the member by the Chair of the Administrative Council. Automatic termination may be avoided by paying delinquent dues within that thirty-day period.

ARTICLE IV: ADMINISTRATIVE COUNCIL

Section **1.**   Governing Body

The System shall be governed by an Administrative Council composed of the head librarian of each public library participating as a member **of** the System, pursuant to Education Code section 18747(a). In addition, academic and other libraries accepted as affiliates of the System by the Administrative Council may have a representative.

Section 2.   Voting

Each public and affiliate member library shall have **one** vote. Only representatives of public library jurisdictions may vote on issues related to the California Library Services Act. All members may vote on issues that do not relate to the Act, including any fees, dues and/or assessments. In the case of unavoidable absence from a meeting, the head librarian may designate an alternate to attend the meeting and cast a vote.

Section **3.**   Policy and Duties

a.   The Administrative Council shall establish policy and prepare plans for the continued development and growth of the System within the provisions of the California Library Services Act and within the rules and regulations adopted by the Library of California Board. The Administrative Council shall direct, and through System personnel or contractors, administer the program stipulated herein.

b.   The Administrative Council shall contract for a Fiscal Agent and such other contractors as deemed necessary by the Administrative Council. The Administrative Council shall be responsible for the allocation, and through a Fiscal Agent for the System, the disbursement of monies received from federal, state, and/or local sources. The Fiscal Agent shall receive and disburse System funds as required in the implementation of the California Library Services Act. The Administrative Council shall appoint from among its members a liaison to maintain communication with the Fiscal Agent.

c.   The Administrative Council shall determine, if and when necessary for the continued operation of the system, the frequency and amount of any assessment required of its members. Notice of any assessment shall be given to all members at least ninety (90) days before it is to take place. Each member's share shall be determined by criteria determined by the Administrative Council. Failure to meet a duly agreed assessment shall require withdrawal from the System by such member.

ARTICLE V: OFFICERS AND DUTIES

Section 1.   Officers

a.   The officers of this organization shall be a Chair and Vice-Chair/Chair-Elect, elected from the Administrative Council.

b.   The office of Vice-Chair/Chair-Elect will rotate among the directors.
The rotation order shall be as follows:
> Tuolumne
> Stanislaus
> Calaveras
> Merced
> Stockton-San Joaquin Co.
> Amador
> Lodi

c.   No Chair or Vice-Chair/Chair-Elect shall succeed him/herself in office.

d.   If for any reason the office of Chair falls vacant, the Vice-Chair/Chair-Elect shall serve as Chair for the remainder of that term. If the office of Vice-Chair/Chair-Elect becomes vacant, a special election shall be held to fill the office for the remainder of the term.

Section 2.   Duties of Officers

a.   The Chair shall preside at all meetings of the Administrative Council.

b.   The Chair shall appoint members to committees authorized by the Council.

c.   The Chair shall be the authorized representative of the Council.

d.   The Vice-Chair/Chair-Elect shall act in the absence of the Chair.

ARTICLE VI: MEETINGS

Section 1.   Regular Meetings

Meetings shall be held at least four **(4)** times yearly.

Section 2.   Determination **of** Meetings

The power to determine the date and place **of** Administrative Council meetings shall be vested in the Council. The Administrative Council or Chair thereof may set an alternate date provided that this new date is set at least fourteen (14) days prior to the originally scheduled date. The Council may also meet upon the call of the Chair, or upon petition of the majority of the members. The purpose of the meeting shall be stated in the call. In cases of emergency, at least three **(3)** days notice shall be given.

Section **3.**   Notice

Notice and agenda **of** each regular meeting of the Administrative Council shall be in writing and transmitted at least seven **(7)** days prior to each meeting. In cases of emergency, at least three **(3)** days notice shall be given.

Section 4.   Quorum

At any regular meeting **of** the Administrative Council, a simple majority **of** the total membership shall constitute a **quorum.** Provided, however, resolutions may be passed by a majority **of** those present at the meeting.

ARTICLE VII: COMMITTEES

Section 1.   Standing and Special Committees

Standing and special committees may be established by the Administrative Council **as** deemed necessary. Committees shall prepare recommendations and reports for consideration and action by the Administrative Council. A liaison from the Administrative Council to each Committee shall be appointed by the Chair and will report and/or present the Committee recommendation(s) at each Administrative Council meeting. The liaison serves in an ex officio capacity to the Committee.

Section 2.   Committee Membership

Member library staff and Advisory Board members are encouraged to serve on committees. The Administrative Council Chair shall serve as **an** ex officio member **of** all standing committees. System personnel and/or contractors may serve as ex officio members **of** committees.

ARTICLE VIII: ADVISORY BOARD

   Section 1:   Composition and Voting

         The governing body of each public library member shall appoint one
Advisory Board member. The appointing jurisdiction shall ensure that members of
the Advisory Board are representative of the public-at-large and of the underserved
residents in the system service area. Each member jurisdiction shall have one vote to
be cast by its representative.

   Section 2.   Term of Office

         The term of any member of the Advisory Board shall be for two years, and
each member shall serve no more than two consecutive terms.

   Section **3.**   Duties

         The duties of the System Advisory Board shall include the following: assist
the Administrative Council in **the** development **of** the Plan of Service; advise the
Administrative Council on the need for services and programs; and assist in the
evaluation of services provided by the System.

   Section **4.**   Meetings

         The Advisory Board meets at least once a year, generally in conjunction with
an Administrative Council meeting. The Advisory Board establishes its own agenda,
elects its own officers, and records its own minutes. The Advisory Board Chair may
give a report at the Administrative Council meeting and Advisory Board minutes
may be distributed with the Administrative Council agenda packet.

ARTICLE I X   SYSTEM STRUCTURE AND ORGANIZATION

   Section 1.   System Personnel

         The System shall employ such professional, clerical and operating staff
and/or contractors and consultants as deemed necessary by the Administrative
Council. System personnel and/or contractors shall be selected according to job
description and recruitment announcements approved by the Administrative Council.
 The Administrative Council shall approve appointments of personnel and/or
contractors.

Section *2.*   Travel Expense

The Administrative Council shall establish and maintain a schedule of reimbursements for authorized travel expenses for the Administrative Council, System personnel, contractors, and Advisory Board members. The Council Chair and members of the Council may receive reimbursement for extraordinary expenses incurred in the fulfillment of System responsibilities at the discretion **of** the Council.

Section *3.*   Ownership and Distribution

Any materials and equipment purchased for a member library with System funds shall remain the property of that library. System property shall be distributed on an equitable basis as determined and agreed to by the Administrative Council. This determination shall be recorded in the minutes of the Council.

ARTICLE X: PARLIAMENTARY AUTHORITY

Section 1.   Parliamentary Procedure

To the extent not determined by these Bylaws the Administrative Council shall be governed in all its meetings by parliamentary procedure as contained in Robert's Rules of Order (current edition).

Section *2.*   Amendments

Amendments to these Bylaws may be made at any meeting of the Administrative Council by **a** two-thirds (2/3) vote of those present, after notification in writing to each member at least two (**2**) weeks prior to the meeting at which the **voting** is to take place.

Bylaws Adopted: June **8,2007**